



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
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March 16, 2020

Via ECF and UPS Overnight

Hon. Edgardo Ramos
United States District Judge
Thurgood Marshall United States Courthouse
40 Foley Square
New York, NY 10007

Re: SEC v. Honig, et al.;
No. 18 Civ. 8175 (ER)

Dear Judge Ramos:

We represent the Plaintiff, Securities and Exchange Commission ("Commission"), in this action.

Pursuant to the Stipulation and Order, entered March 13, 2020, we have filed today a Second Amended Complaint ("SAC"), and enclose a courtesy copy of it for the Court's convenience. The SAC adds new charges against Defendant Ladd; the only Defendant still litigating the merits of this action, and result from discovery obtained by the Commission that revealed Ladd's allegedly violative trading in Company B's securities through his relatives' brokerage account. The SAC therefore adds new charges against Ladd for violations of Sections 5(a) and (c) of the Securities Act of 1933, and Sections 13(d) and 16(a) of the Securities Exchange Act of 1934, and Rules 13d-2 and 16a-3 thereunder.

Additionally, the SAC retains those allegations from the Amended Complaint necessary to support (1) the Commission's previously stated aiding and abetting claims against Defendant Ladd; and (2) the Commission's claims for monetary or injunctive relief against those Defendants who have already consented to the imposition of certain injunctive relief (namely, Defendants Honig; GRQ; HS Contrarian Investments, LLC; Maza; Keller; and Ford).

Respectfully submitted,

A handwritten signature in blue ink, appearing to read "Nancy A. Brown", with a stylized flourish at the end.

Nancy A. Brown

Enclosures

cc: All Defendants via ECF